

Independent assurance report to the board of directors of Yankuang Energy Group Company Limited

We have examined the calculations of the discounted future estimated cashflows on which the valuation prepared by 北京中企華資產評估有限責任公司 dated 24 March 2025 in respect of the appraisal of the fair value of the companies as set out in the Appendix to this report as at 30 November 2024 (the "Valuation"), in connection with the proposed acquisition of 26% interest in Shandong Energy Group Northwest Mining Co., Ltd (山東能源集團西北礦業有限公司) (the "Target Company") and the proposed capital injection to the Target Company to acquire, in aggregate, 51% equity interest in the Target Company, is based. The Valuation, prepared based on the discounted future cash flows, is regarded as a profit forecast under Rule 14.61 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "Listing Rules").

Directors' responsibilities

The directors of the Company are responsible for the preparation of the discounted future estimated cashflows in accordance with the bases and assumptions (the "Assumptions") determined by the directors as set out in the Valuation. This responsibility includes carrying out appropriate procedures relevant to the preparation of the discounted future estimated cashflows for the Valuation and applying an appropriate basis of preparation; and making estimates that are reasonable in the circumstances.

Our independence and quality management

We have complied with the independence and other ethical requirements of the "Code of Ethics for Professional Accountants" issued by the Hong Kong Institute of Certified Public Accountants ("HKICPA"), which is founded on fundamental principles of integrity, objectivity, professional competence and due care, confidentiality and professional behaviour.

Our firm applies Hong Kong Standard on Quality Management 1 "Quality Management for Firms that Perform Audits or Reviews of Financial Statements, or Other Assurance or Related Services Engagements" which requires the firm to design, implement and operate a system of quality management including policies or procedures regarding compliance with ethical requirements, professional standards and applicable legal and regulatory requirements.

Our responsibility

Our responsibility is to form an assurance conclusion on the calculations of the discounted future estimated cashflows on which the Valuation is based and to report solely to you, as a body, as required by Rule 14.60A(2) of the Listing Rules, and for no other purpose. We accept no responsibility to any other person in respect of our work, or arising out of or in connection with our work.

Independent assurance report to the board of directors of Yankuang Energy Group Company Limited (continued)

We conducted our engagement in accordance with Hong Kong Standard on Assurance Engagements 3000 (Revised) "Assurance Engagements Other Than Audits or Reviews of Historical Financial Information" issued by the HKICPA. This standard requires that we plan and perform our work to obtain reasonable assurance as to whether, so far as the calculations are concerned, the directors have properly compiled the discounted future estimated cashflows based upon the Assumptions. Our work is substantially less in scope than an audit conducted in accordance with Hong Kong Standards on Auditing issued by the HKICPA. Accordingly, we do not express an audit opinion.

Opinion

In our opinion, so far as the calculations are concerned, the discounted future estimated cashflows have been properly compiled, in all material aspects, based upon the Assumptions.

Other matter

The Assumptions include hypothetical assumptions about future events and management actions which cannot be confirmed and verified in the same way as past results and these may or may not occur. Even if the events and actions anticipated do occur, actual results are still likely to be different from those used in the Valuation and the variation may be material. Our opinion is not qualified in respect of this matter.

For the purpose of this engagement, we do not review the accounting policies for the Valuation as the Valuation relates to discounted future cash flows and no accounting policies have been adopted in the preparation of the Valuation. We are not reporting on the appropriateness and validity of the Assumptions on which the Valuation is based and our work does not constitute any valuation of the Target Company or an expression of an audit or review opinion on the Valuation.



Baker Tilly Hong Kong Limited

Certified Public Accountants

Hong Kong, 8 April 2025

Wan Wing Ping

Practising certificate number P07471

**English name for identification purpose only*

List of companies

1	Shaanxi Zhengtong Coal Industry Co., Ltd.* (陝西正通煤業有限責任公司)
2	Gansu Lingtai Shaozhai Coal Co., Ltd.* (甘肅靈台邵寨煤業有限公司)
3	Pingliang Wuju Coal Co., Ltd.* (平涼五舉煤業有限公司)
4	Shaanxi Changwu Tingnan Coal Industry Co., Ltd.* (陝西長武亭南煤業有限責任公司)
5	Inner Mongolia Shuangxin Mining Co., Ltd.* (內蒙古雙欣礦業有限公司)
6	Shaanxi Boxuan Technology Co., Ltd.* (陝西博選科技有限公司)
7	Shandong Kangge Energy Technology Co., Ltd.* (山東康格能源科技有限公司)
8	Zibo Aike Industrial and Mining Machinery Co., Ltd.* (淄博愛科工礦機械有限公司)
9	Ant City (Beijing) Technology Co., Ltd.* (螞蟻城 (北京) 科技有限公司)
10	Shaanxi Yongming Coal Mine Co., Ltd.* (陝西永明煤礦有限公司)
11	Shanxi Shuozhou Pinglu District Longkuang Daheng Coal Industry Co., Ltd.* (山西朔州平魯區龍礦大恒煤業有限公司)
12	Inner Mongolia Huangtaolegai Coal Co., Ltd.* (內蒙古黃陶勒蓋煤炭有限責任公司)
13	Gansu Huaneng Tianjun Energy Co., Ltd.* (甘肅華能天峻能源有限公司)
14	Shanxi Xinzhou Shenda Wangtian Coal Co., Ltd.* (山西忻州神達望田煤業有限公司)

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